FORM D



UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

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SEC USE ONLY

DATE RECEIVED

OMB Number:

Prefix

3235-0076

Expires: April 30, 2008 Estimated average burden

hours per response:

16.00

Serial

Name of Offering (check if this is an amendment and name has changed, and indicate change.) Goldman Sachs Hedge Fund Partners Institutional, Ltd.: Shares	
Filing Under (Check box(es) that apply): ☐ Rule 504 ☐ Rule 505 ☑ Rule 506	☐ Section 4(6) ☐ ULOE
Type of Filing: □ New Filing ☑ Amendment	
A. BASIC IDENTIFICATION DATA	STORY SON
1. Enter the information requested about the issuer	17
Name of Issuer (check if this is an amendment and name has changed, and indicate change.)	JUN 1 5 2005
Goldman Sachs Hedge Fund Partners Institutional, Ltd.	2003
Address of Executive Offices (Number and Street, City, State, Zip Code)	Telephone Number (including Area Code)
c/o Goldman Sachs Hedge Fund Strategies LLC, 701 Mount Lucas Road, Princeton,	(609) 497-5500
New Jersey 08540	
Address of Principal Business Operations (Number and Street, City, State, Zip Code) (if different from Executive Offices)	Telephone Number (Including Area Code)
Brief Description of Business	MILLAR O A BOOF
To operate as a private investment fund.	$ \sqrt{V} $ Jun 2 3 2005
	THOMSON
Type of Business Organization	FINANCIAL
□ corporation □ limited partnership, already formed	✓ other (please specify):
□ business trust □ limited partnership, to be formed	Exempted Limited Company
Month Year	
Actual or Estimated Date of Incorporation or Organization: 0 1 0 3	☑ Actual ☐ Estimated
Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbrevia	
State: CN for Canada; FN for other foreign ju	risdiction) F N
GENERAL INSTRUCTIONS	

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

Potential persons who are to respond to the collections of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

492548.31

SEC 1972 (7-00) 1 of 8

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A. BASIC IDENTIFICATION DATA										
2. Enter the information requested for the following:										
* Each promoter of the issuer, if the issuer has been organized within the past five years;										
* Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securi of the issuer;	ties									
* Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and										
* Each general and managing partner of partnership issuers.										
Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer ☐ Director ☐ General and/or Managing Partner										
Full Name (Last name first, if individual)										
Goldman Sachs Hedge Fund Strategies LLC (the Issuer's Investment Manager)										
Business or Residence Address (Number and Street, City, State, Zip Code)										
701 Mount Lucas Road, Princeton, New Jersey 08540										
Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer ☑ Director* ☐ General and/or *of the Issuer's Investment Manager Managing Partner										
Full Name (Last name first, if individual)										
Clark, Kent A.										
Business or Residence Address (Number and Street, City, State, Zip Code)										
c/o Goldman Sachs Hedge Fund Strategies LLC, 701 Mount Lucas Road, Princeton, New Jersey 08540										
Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer ☑ Director* ☐ General and/or *of the Issuer's Investment Manager Managing Partner										
Full Name (Last name first, if individual)										
Lawson, Hugh J.										
Business or Residence Address (Number and Street, City, State, Zip Code)										
c/o Goldman Sachs Hedge Fund Strategies LLC, 701 Mount Lucas Road, Princeton, New Jersey 08540										
Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer ☑ Director* ☐ General and/or *of Issuer's Investment Manager Managing Partner										
Full Name (Last name first, if individual)										
Levy, Tobin V. Business or Residence Address (Number and Street, City, State, Zip Code)										
c/o Goldman Sachs Hedge Fund Strategies LLC, 701 Mount Lucas Road, Princeton, New Jersey 08540										
Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer ☑ Director* ☐ General and/or										
*of the Issuer's Investment Manager Managing Partner										
Full Name (Last name first, if individual)										
Walker, George H. Purious of Purious Address (Number and Street City Street Zin Code)										
Business or Residence Address (Number and Street, City, State, Zip Code)										
c/o Goldman Sachs Hedge Fund Strategies LLC, 701 Mount Lucas Road, Princeton, New Jersey 08540 Check Box(es) that Apply: □ Promoter □ Beneficial Owner ☑ Executive Officer* □ Director □ General and/or										
*of the Issuer's Investment Manager Managing Partner										
Full Name (Last name first, if individual)										
Gall, Natalie M.										
Business or Residence Address (Number and Street, City, State, Zip Code)										
c/o Goldman Sachs Hedge Fund Strategies LLC, 701 Mount Lucas Road, Princeton, New Jersey 08540										
Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☑ Executive Officer* ☐ Director ☐ General and/or * of the Issuer's Investment Manager Managing Partner										
Full Name (Last name first, if individual)										
Judge Karen M.										
Business or Residence Address (Number and Street, City, State, Zip Code)										
c/o Goldman Sachs Hedge Fund Strategies LLC, 701 Mount Lucas Road, Princeton, New Jersey 08540 (Use blank sheet, or copy and use additional copies of this sheet, as necessary.)										

2.	Enter the information requested for the following:									
	* Each promoter of the issuer, if the issuer has been organized within the past five years;									
	* Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;									
	* Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and									
	* Each general and managing partner of partnership issuers.									
Che	cck Box(es) that Apply:									
	Name (Last name first, if individual) ko, Janice A									
Bus	siness or Residence Address (Number and Street, City, State, Zip Code)									
701	Mount Lucas Road, Princeton, New Jersey 08540									
Che	cck Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner									
Ful	l Name (Last name first, if individual)									
Bus	siness or Residence Address (Number and Street, City, State, Zip Code)									
Che	eck Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner									
Ful	l Name (Last name first, if individual)									
Bus	siness or Residence Address (Number and Street, City, State, Zip Code)									
Che	eck Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner									
Ful	l Name (Last name first, if individual)									
Bus	siness or Residence Address (Number and Street, City, State, Zip Code)									
Che	eck Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner									
Ful	l Name (Last name first, if individual)									
Bu	siness or Residence Address (Number and Street, City, State, Zip Code)									
Che	eck Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner									
Ful	l Name (Last name first, if individual)									
Bu	siness or Residence Address (Number and Street, City, State, Zip Code)									
Ch	eck Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner									
Ful	l Name (Last name first, if individual)									
Bu	siness or Residence Address (Number and Street, City, State, Zip Code)									
	(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)									

A. BASIC IDENTIFICATION DATA

<u>`</u>				B. INI	FORMAT	ION ABC	UT OFFI	ERING		 _		
											Yes	No
1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering? Answer also in Appendix, Column 2, if filing under ULOE.											Ø	
2. What is the minimum investment that will be accepted from any individual?										\$	00,000*	
*The Company at its discretion may accept subscriptions for lesser amounts. 3. Does the offering permit joint ownership of a single unit?										Yes ☑	No □	
commi If a per or state	ssion or sin rson to be li es, list the n	nilar remuno isted is an a name of the	ted for each eration for s ssociated pe broker or do et forth the i	solicitation or age ealer. If mo	of purchase nt of a brok ore than five	rs in connecter or dealer e (5) person	ction with s registered s to be liste	ales of secu with the SE	rities in the C and/or wi	offering. th a state		
Full Name	(Last name	first, if ind	ividual)			· · · · ·			•	_		
	Sachs & C		· · · · · · · · · · · · · · · · · · ·	Charact City	Chata 77	O- 4-)						
Business o	r Kesidence	e Address (F	Number and	Street, City	y, State, Zip	(Code)						
		York, Never or De	w York 100	04			-					
Name of A	issociated L	STOKET OF DE	aici									
States in V	Vhich Perso	n Listed Ha	s Solicited	or Intends t	o Solicit Pu	rchasers				···		
			lividual Stat									1 States
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	(FL)	[GA]	[HI]	[ID]
[IL] [MT]	[IN] [NE]	[IA] [NV]	[KS] [NH]	[KY]	[LA] [NM]	[ME] [NY]	[MD] [NC]	[MA] [ND]	[MI] [OH]	[MN] [OK]	[MS] [OR]	[MO] [PA]
[RI]	[SC]	[SD]	[TN]	[NJ] [TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]
		first, if ind		(***)	[01]	[, 1]	[,,,,	[(())	[[+]	[,, ,]	[x x v]
Business c	r Residence	e Address (î	Number and	Street, City	y, State, Zip	Code)						
						•						
Name of A	ssociated E	Broker or De	ealer									
			s Solicited								[7] [4]	ll States
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	(HI)	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]
Full Name	(Last name	first, if ind	ividual)									
Business c	r Residence	e Address (1	Number and	Street, City	y, State, Zip	Code)						
										·		
Name of A	ssociated E	Broker or De	ealer									
			s Solicited lividual Stat									All States
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

Type of Security	1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box \square and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.				
Equity (Shares)		Type of Security				
Convertible Securities (including warrants) S		Debt	\$_	0	\$	0
Convertible Securities (including warrants)		Equity (Shares)	\$	286,307,543	\$	286,307,543
Partnership Interests		☐ Common ☐ Preferred				
Other (Specify		Convertible Securities (including warrants)	\$_	0	\$	0
Answer also in Appendix, Column 3, if filing under ULOE. 2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero." Accredited Investors. Accredited Investors. Accredited Investors. Total (for filings under Rule 504 only). Answer also in Appendix, Column 4, if filing under ULOE. 3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) monshs proto to the first sale of securities in this offering. Classify securities by type listed in Part C-Question 1. Type of offering Rule 505. Regulation A. Regulation A. Rule 504. Total. 4.a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate. Transfer Agent's Fees. Printing and Engraving Costs. Commissions (specify finders' fees separately).		Partnership Interests	\$_	0	\$	0
Answer also in Appendix, Column 3, if filing under ULOE. 2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter 'O' if answer is 'none' or 'zero.' Accredited Investors. 242 \$ 286,307,543 Non-accredited Investors. 0 0 \$ 0 0 0 \$ 0 0 0 \$ 0 0 0 \$ 0 0 0 \$ 0 0 0 \$ 0 0 0 \$ 0 0 0 0 0 0 0 \$ 0 0 0 0 0 0 0 0 0 \$ 0		Other (Specify)	\$_	0	\$	0
2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero." Number Investors		Total	\$	286,307,543	\$	286,307,543
securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero." Number Investors Number Dollar Amount of Purchases		Answer also in Appendix, Column 3, if filing under ULOE.				
Accredited Investors. 242 \$ 286,307,543 Non-accredited Investors 0 \$ \$ 0 Total (for filings under Rule 504 only) N/A	2.	securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer				
Non-accredited Investors Total (for filings under Rule 504 only) Answer also in Appendix, Column 4, if filing under ULOE. 3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C-Question 1. Type of offering Rule 505. Regulation A. Regulation A. N/A N/A N/A N/A N/A N/A N/A N						Dollar Amount
Total (for filings under Rule 504 only) Answer also in Appendix, Column 4, if filing under ULOE. 3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C-Question 1. Type of offering Type of offering N/A Regulation A Regulation A Total N/A Total N/A 1 Au Au Au Au Au Au Au Au Au		Accredited Investors		242	\$	286,307,543
Answer also in Appendix, Column 4, if filing under ULOE. 3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all secturities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C-Question 1. Type of offering Type of Security Type of Security N/A Regulation A Regulation A N/A Total N/A Total A. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate. Transfer Agent's Fees Printing and Engraving Costs. Legal Fees Solution Sold N/A N/A N/A N/A N/A N/A N/A N/		Non-accredited Investors		0	\$	0
Answer also in Appendix, Column 4, if filing under ULOE. 3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all secturities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C-Question 1. Type of offering Type of Security Type of Security N/A Regulation A Regulation A N/A Total N/A Total A. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate. Transfer Agent's Fees Printing and Engraving Costs. Legal Fees Solution Sold N/A N/A N/A N/A N/A N/A N/A N/		Total (for filings under Rule 504 only)		N/A	\$	N/A
all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C-Question 1. Type of offering Rule 505			_			
Type of offering Rule 505	3.	all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type		m . c		5.11
Rule 505		Type of offering				
Rule 504				N/A	\$	N/A
Rule 504		Regulation A		N/A	· \$	N/A
4.a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate. Transfer Agent's Fees. Transfer Agent's Fees. Printing and Engraving Costs. Legal Fees. Accounting Fees. Engineering Fees. Sales Commissions (specify finders' fees separately).		Rule 504	_	N/A	· \$	N/A
the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate. Transfer Agent's Fees. Printing and Engraving Costs. Legal Fees. Accounting Fees. Engineering Fees. Sales Commissions (specify finders' fees separately).		Total		N/A	\$	N/A
Printing and Engraving Costs. □ \$ 0 Legal Fees. □ \$ 130,351 Accounting Fees. □ \$ 0 Engineering Fees. □ \$ 0 Sales Commissions (specify finders' fees separately) ☑ \$ 858,923	th th	ne securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of	_			
Legal Fees		Transfer Agent's Fees			\$	0
Accounting Fees □ \$ 0 Engineering Fees □ \$ 0 Sales Commissions (specify finders' fees separately) □ \$ 858,923		Printing and Engraving Costs.			\$	0
Engineering Fees \$\square\$ 0 Sales Commissions (specify finders' fees separately) \$\square\$ \$\s		Legal Fees		Ø	\$	130,351
Sales Commissions (specify finders' fees separately)		Accounting Fees.			\$	0
		Engineering Fees			\$	0
Other Expenses (identify):		Sales Commissions (specify finders' fees separately)		☑	\$	858,923
		Other Expenses (identify):			\$	0
Total		Total		团	\$	989,274

b. Enter the difference between the aggregate offering price given in response to Part C - Question 1 and total expenses furnished in response to Part C - Question 1 and total expenses furnished in response to Part C - Question 4.a. This difference is the "adjusted gross proceeds to the issuer." \$ 258,318,269 5. Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C - Question 4.b. above. Payments to Officers, Directors, & Offi												
- Question 1 and total expenses furnished in response to Part C - Question 4.a. This difference is the "adjusted gross proceeds to the issuer." Salaries and Fees. Solution Solution		C. OFFERING PRICE,	NUMBER OF IN	VESTORS, EXP	ENS	ES A	ND USE OF PI	ROCE	EDS	,		
Salaries and Fees. S	5.	- Question 1 and total expenses furnished difference is the "adjusted gross proceeds to Indicate below the amount of the adjusted to be used for each of the purposes shown furnish an estimate and check the box to payments listed must equal the adjusted groups of the payments and check the box to payments listed must equal the adjusted groups.	gross proceeds to the If the amount for a the left of the es	ne issuer used or prany purpose is not itimate. The total	. Thi opose knowr of th	d n, e		\$_		258,318,269		
Purchase of real estate												
Purchase, rental or leasing and installation of machinery and equipment		Salaries and Fees				\$_	0	_ 🗆	\$_	0		
Construction or leasing of plant buildings and facilities		Purchase of real estate				\$_	0	. 🗆	\$_	0		
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger) \$ 0		Purchase, rental or leasing and installation	uipment		\$_	0	. 🗆	\$_	0			
this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger) Repayment of indebtedness O Repayment of indebtedness O Working capital O Other (specify): Investment Capital O Other (specify): Investment Capital O D FEDERAL SIGNATURE The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer (Print or Type) Goldman Sachs Hedge Fund Partners Institutional, Ltd. Name of Signer (Print or Type) Title of Signer (Print or Type) Title of Signer (Print or Type)		Construction or leasing of plant buildings a			\$_	0		\$_	0			
Working capital		this offering that may be used in exchange	or securities of		\$_	0		\$	0			
Other (specify): Investment Capital		Repayment of indebtedness							\$	0		
Total Payments Listed (column totals added) D. FEDERAL SIGNATURE The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer (Print or Type) Goldman Sachs Hedge Fund Partners Institutional, Ltd. Name of Signer (Print or Type) Title of Signer (Print or Type)		Working capital	***************************************		\$	0		\$	0			
Total Payments Listed (column totals added) D. FEDERAL SIGNATURE The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer (Print or Type) Goldman Sachs Hedge Fund Partners Institutional, Ltd. Date June, 2005 Title of Signer (Print or Type)		Other (specify): Investment Capital	0	- 2	\$	258,318,269						
The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer (Print or Type) Goldman Sachs Hedge Fund Partners Institutional, Ltd. Date June 1, 2005 Title of Signer (Print or Type)		Column Totals		\$_	0	_ ☑	\$	258,318,269				
The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer (Print or Type) Goldman Sachs Hedge Fund Partners Institutional, Ltd. Date June 1, 2005 Title of Signer (Print or Type)												
following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer (Print or Type) Goldman Sachs Hedge Fund Partners Institutional, Ltd. Date June 1, 2005 Title of Signer (Print or Type)			D. FEDE	RAL SIGNATU	<u>RE</u>					-		
Goldman Sachs Hedge Fund Partners Institutional, Ltd. June 7, 2005 Name of Signer (Print or Type) Title of Signer (Print or Type)	f	ollowing signature constitutes an undertaking	g by the issuer to fur	rnish to the U.S. So	ecuriti	es an	d Exchange Comm	nission,	upor	written request		
Institutional, Ltd. Atalie June 7, 2005 Name of Signer (Print or Type) Title of Signer (Print or Type)			Signature				Date			*		
		_	Motalie	de Sal	0		June <u>1</u> , 2005					
Natalie M. Gall Vice President of the Issuer's Investment Manager	Na	ne of Signer (Print or Type)	Title of Signer (Pr	int or Type)					_			
	Na	talie M. Gall	Vice President of	the Issuer's Invest	ment	Man	ager					

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001).

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